

State of New Jersey  
Division of Gaming Enforcement  
License No. 1137-50, 48-50, 108-50  
Vendor No. 29401, 10053, 17278  
Order No. 1057

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I/M/O Request of AMP Limited for  
Waiver of the Qualification Requirement  
Pursuant to N.J.A.C. 13:69J-1.14b(2) as  
an Institutional Investor of Aristocrat  
International Party Limited, Aristocrat  
Technologies Inc., and Aristocrat  
Technology Australia Party Limited,  
Casino Service Industry Enterprise  
Licensees

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**ORDER**

A Certification and supporting documentation having been filed on December 4, 2013 by AMP Limited requesting that the Division of Gaming Enforcement (Division) waive the qualification requirement pursuant to N.J.A.C. 13:69J-1.14b(2); and AMP Limited, having represented that it holds for investment purposes only 5.14% of Aristocrat Leisure Limited, the parent company and 100% owner of three companies, Aristocrat International Party Ltd. (VRN 29401), Aristocrat Technology Australia Party Ltd. (VRN 10053), and Aristocrat Technologies Inc. (VRN 17278) (collectively the "Aristocrat Licensed Entities"), all three of which are licensed casino service industry enterprises; and AMP Limited having represented that it has no involvement in the business activities of the licensed entities nor any intent to influence or affect the affairs of the licensed entities; and AMP Limited having represented that owns its shares through its wholly owned subsidiaries which are holders of Australian Financial Service Licenses; and the Director of the Division, having considered this matter;

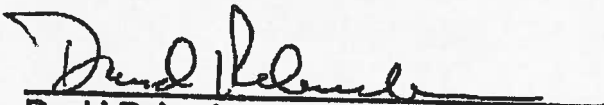
IT IS on this 16<sup>th</sup> day of June, 2014, **ORDERED** that the requested relief is hereby **GRANTED**; and

**IT IS FURTHER ORDERED** that the representations made in the letter petition and accompanying documentation sufficiently demonstrate that AMP Limited, through its subsidiaries, is the holder of an Australian authorized financial services license issued by the Australian Securities and Investment Commission pursuant to Section 913B of the Corporations Act which is equivalent to that of the United States Securities and Exchange Commission under the Investment Advisors Act of 1940, and, as such, a finding that AMP Limited itself falls within the definition of "institutional investor" as that term is defined at N.J.S.A. 5:12-27.1 and N.J.A.C. 13:69A-5.6B(a)(8); and

**IT IS FURTHER ORDERED** that AMP Limited is found to satisfy the requirements for a waiver of qualification as set forth in N.J.A.C. 13:69J-1.14b(2) and N.J.A.C. 13:69A-5.6B(a); and

**IT IS FURTHER ORDERED** that the qualification requirements of N.J.A.C. 13:69J-1.14a(1) as to AMP Limited in connection with the casino service industry enterprise licensure of the Aristocrat Licensed Entities are hereby waived, subject to the condition that AMP Limited comply with the notice and filing requirements of N.J.A.C. 13:69J-1.14A(c) should it subsequently determine to influence or affect the affairs of the entities.

State of New Jersey  
Division of Gaming Enforcement

  
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David Rebuck  
Director